

UNITED STATES BANKRUPTCY COURT Southern District of New York		AMENDED VOLUNTARY PETITION	
Name of Debtor (if individual, enter Last, First, Middle): 785 Partners LLC		Name of Joint Debtor (Spouse) (Last, First, Middle): N/A	
All Other Names used by the Debtor in the last 8 years (include married, maiden, and trade names): None		All Other Names used by the Joint Debtor in the last 8 years (include married, maiden, and trade names): N/A	
Last four digits of Soc. Sec. or Individual-Taxpayer I.D. (ITIN)/Complete EIN (if more than one, state all): 20-3772398		Last four digits of Soc. Sec. or Individual-Taxpayer I.D. (ITIN)/Complete EIN (if more than one, state all):	
Street Address of Debtor (No. and Street, City, and State): 785 Eighth Avenue New York, NY		Street Address of Joint Debtor (No. and Street, City, and State): N/A	
		ZIP CODE 10036	ZIP CODE N/A
County of Residence or of the Principal Place of Business: New York County		County of Residence or of the Principal Place of Business: N/A	
Mailing Address of Debtor (if different from street address):		Mailing Address of Joint Debtor (if different from street address): N/A	
		ZIP CODE	ZIP CODE N/A
Location of Principal Assets of Business Debtor (if different from street address above):			
		ZIP CODE	
Type of Debtor (Form of Organization) (Check one box.)		Nature of Business (Check one box.)	
<input type="checkbox"/> Individual (includes Joint Debtors) <i>See Exhibit D on page 2 of this form.</i> <input checked="" type="checkbox"/> Corporation (includes LLC and LLP) <input type="checkbox"/> Partnership <input type="checkbox"/> Other (If debtor is not one of the above entities, check this box and state type of entity below.) <hr/>		<input type="checkbox"/> Health Care Business <input checked="" type="checkbox"/> Single Asset Real Estate as defined in 11 U.S.C. § 101(51B) <input type="checkbox"/> Railroad <input type="checkbox"/> Stockbroker <input type="checkbox"/> Commodity Broker <input type="checkbox"/> Clearing Bank <input type="checkbox"/> Other <hr/> Tax-Exempt Entity (Check box, if applicable.) <input type="checkbox"/> Debtor is a tax-exempt organization under Title 26 of the United States Code (the Internal Revenue Code).	
		Chapter of Bankruptcy Code Under Which the Petition is Filed (Check one box.)	
		<input type="checkbox"/> Chapter 7 <input type="checkbox"/> Chapter 15 Petition for Recognition of a Foreign Main Proceeding <input type="checkbox"/> Chapter 9 <input type="checkbox"/> Chapter 11 <input checked="" type="checkbox"/> Chapter 11 <input type="checkbox"/> Chapter 12 <input type="checkbox"/> Chapter 12 <input type="checkbox"/> Chapter 15 Petition for Recognition of a Foreign Nonmain Proceeding <input type="checkbox"/> Chapter 13	
Nature of Debts (Check one box.)			
		<input type="checkbox"/> Debts are primarily consumer debts, defined in 11 U.S.C. § 101(8) as "incurred by an individual primarily for a personal, family, or household purpose." <input checked="" type="checkbox"/> Debts are primarily business debts.	
Filing Fee (Check one box.)		Chapter 11 Debtors	
<input checked="" type="checkbox"/> Full Filing Fee attached. <input type="checkbox"/> Filing Fee to be paid in installments (applicable to individuals only). Must attach signed application for the court's consideration certifying that the debtor is unable to pay fee except in installments. Rule 1006(b). See Official Form 3A. <input type="checkbox"/> Filing Fee waiver requested (applicable to chapter 7 individuals only). Must attach signed application for the court's consideration. See Official Form 3B.		Check one box: <input type="checkbox"/> Debtor is a small business debtor as defined in 11 U.S.C. § 101(51D). <input checked="" type="checkbox"/> Debtor is not a small business debtor as defined in 11 U.S.C. § 101(51D). Check if: <input type="checkbox"/> Debtor's aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$2,343,300 (<i>amount subject to adjustment on 4/01/13 and every three years thereafter</i>).	
		Check all applicable boxes: <input type="checkbox"/> A plan is being filed with this petition. <input type="checkbox"/> Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).	
Statistical/Administrative Information			
<input checked="" type="checkbox"/> Debtor estimates that funds will be available for distribution to unsecured creditors. <input type="checkbox"/> Debtor estimates that, after any exempt property is excluded and administrative expenses paid, there will be no funds available for distribution to unsecured creditors.			
Estimated Number of Creditors			
<input checked="" type="checkbox"/> 1-49 <input type="checkbox"/> 50-99 <input type="checkbox"/> 100-199 <input type="checkbox"/> 200-999 <input type="checkbox"/> 1,000-5,000 <input type="checkbox"/> 5,001-10,000 <input type="checkbox"/> 10,001-25,000 <input type="checkbox"/> 25,001-50,000 <input type="checkbox"/> 50,001-100,000 <input type="checkbox"/> Over 100,000			
Estimated Assets			
<input type="checkbox"/> \$0 to \$50,001 to \$100,000 <input type="checkbox"/> \$50,001 to \$100,000 <input type="checkbox"/> \$100,001 to \$500,000 <input type="checkbox"/> \$500,001 to \$1 million <input type="checkbox"/> \$1 million to \$10 million <input type="checkbox"/> \$10 million to \$50 million <input type="checkbox"/> \$50 million to \$100 million <input checked="" type="checkbox"/> \$100 million to \$500 million <input type="checkbox"/> \$500 million to \$1 billion <input type="checkbox"/> \$1 billion to More than \$1 billion			
Estimated Liabilities			
<input type="checkbox"/> \$0 to \$50,001 to \$100,000 <input type="checkbox"/> \$50,001 to \$100,000 <input type="checkbox"/> \$100,001 to \$500,000 <input type="checkbox"/> \$500,001 to \$1 million <input type="checkbox"/> \$1 million to \$10 million <input type="checkbox"/> \$10 million to \$50 million <input type="checkbox"/> \$50 million to \$100 million <input checked="" type="checkbox"/> \$100 million to \$500 million <input type="checkbox"/> \$500 million to \$1 billion <input type="checkbox"/> \$1 billion to More than \$1 billion			
THIS SPACE IS FOR COURT USE ONLY			

Voluntary Petition <i>(This page must be completed and filed in every case.)</i>		Name of Debtor(s): 785 Partners LLC	
All Prior Bankruptcy Cases Filed Within Last 8 Years (If more than two, attach additional sheet.)			
Location Where Filed: NONE		Case Number: N/A	Date Filed:
Location Where Filed: N/A		Case Number: N/A	Date Filed:
Pending Bankruptcy Case Filed by any Spouse, Partner, or Affiliate of this Debtor (If more than one, attach additional sheet.)			
Name of Debtor: NONE		Case Number: N/A	Date Filed:
District: Southern District of New York		Relationship: N/A	Judge: N/A
Exhibit A		Exhibit B (To be completed if debtor is an individual whose debts are primarily consumer debts.)	
(To be completed if debtor is required to file periodic reports (e.g., forms 10K and 10Q) with the Securities and Exchange Commission pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934 and is requesting relief under chapter 11.)		I, the attorney for the petitioner named in the foregoing petition, declare that I have informed the petitioner that [he or she] may proceed under chapter 7, 11, 12, or 13 of title 11, United States Code, and have explained the relief available under each such chapter. I further certify that I have delivered to the debtor the notice required by 11 U.S.C. § 342(b).	
<input type="checkbox"/> Exhibit A is attached and made a part of this petition.		X _____ Signature of Attorney for Debtor(s) (Date)	
Exhibit C			
Does the debtor own or have possession of any property that poses or is alleged to pose a threat of imminent and identifiable harm to public health or safety?			
<input type="checkbox"/> Yes, and Exhibit C is attached and made a part of this petition.			
<input checked="" type="checkbox"/> No.			
Exhibit D			
(To be completed by every individual debtor. If a joint petition is filed, each spouse must complete and attach a separate Exhibit D.)			
<input type="checkbox"/> Exhibit D completed and signed by the debtor is attached and made a part of this petition.			
If this is a joint petition:			
<input type="checkbox"/> Exhibit D also completed and signed by the joint debtor is attached and made a part of this petition.			
Information Regarding the Debtor - Venue (Check any applicable box.)			
<input checked="" type="checkbox"/> Debtor has been domiciled or has had a residence, principal place of business, or principal assets in this District for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other District.			
<input type="checkbox"/> There is a bankruptcy case concerning debtor's affiliate, general partner, or partnership pending in this District.			
<input type="checkbox"/> Debtor is a debtor in a foreign proceeding and has its principal place of business or principal assets in the United States in this District, or has no principal place of business or assets in the United States but is a defendant in an action or proceeding [in a federal or state court] in this District, or the interests of the parties will be served in regard to the relief sought in this District.			
Certification by a Debtor Who Resides as a Tenant of Residential Property (Check all applicable boxes.)			
<input type="checkbox"/> Landlord has a judgment against the debtor for possession of debtor's residence. (If box checked, complete the following.)			
(Name of landlord that obtained judgment)			
(Address of landlord)			
<input type="checkbox"/> Debtor claims that under applicable nonbankruptcy law, there are circumstances under which the debtor would be permitted to cure the entire monetary default that gave rise to the judgment for possession, after the judgment for possession was entered, and			
<input type="checkbox"/> Debtor has included with this petition the deposit with the court of any rent that would become due during the 30-day period after the filing of the petition.			
<input type="checkbox"/> Debtor certifies that he/she has served the Landlord with this certification. (11 U.S.C. § 362(l)).			

Voluntary Petition

(This page must be completed and filed in every case.)

Name of Debtor(s):
785 Partners LLC**Signatures****Signature(s) of Debtor(s) (Individual/Joint)**

I declare under penalty of perjury that the information provided in this petition is true and correct.

[If petitioner is an individual whose debts are primarily consumer debts and has chosen to file under chapter 7] I am aware that I may proceed under chapter 7, 11, 12 or 13 of title 11, United States Code, understand the relief available under each such chapter, and choose to proceed under chapter 7.

[If no attorney represents me and no bankruptcy petition preparer signs the petition] I have obtained and read the notice required by 11 U.S.C. § 342(b).

I request relief in accordance with the chapter of title 11, United States Code, specified in this petition.

X

Signature of Debtor

X

Signature of Joint Debtor

Telephone Number (if not represented by attorney)

Date

Signature of Attorney*

X /s/ Andrew K. Glenn

Signature of Attorney for Debtor(s)
Andrew K. GlennPrinted Name of Attorney for Debtor(s)
Kasowitz, Benson, Torres & Friedman LLPFirm Name
1633 Broadway
New York, NY 10019Address
212-506-1700

Telephone Number

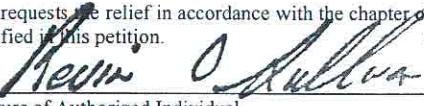
Date

*In a case in which § 707(b)(4)(D) applies, this signature also constitutes a certification that the attorney has no knowledge after an inquiry that the information in the schedules is incorrect.

Signature of Debtor (Corporation/Partnership)

I declare under penalty of perjury that the information provided in this petition is true and correct, and that I have been authorized to file this petition on behalf of the debtor.

The debtor requests the relief in accordance with the chapter of title 11, United States Code, specified in this petition.

X 
Signature of Authorized Individual
Kevin O'SullivanPrinted Name of Authorized Individual
Authorized Representative of the Member

Title of Authorized Individual

Date

Signatures**Signature of a Foreign Representative**

I declare under penalty of perjury that the information provided in this petition is true and correct, that I am the foreign representative of a debtor in a foreign proceeding, and that I am authorized to file this petition.

(Check only one box.)

- I request relief in accordance with chapter 15 of title 11, United States Code. Certified copies of the documents required by 11 U.S.C. § 1515 are attached.
- Pursuant to 11 U.S.C. § 1511, I request relief in accordance with the chapter of title 11 specified in this petition. A certified copy of the order granting recognition of the foreign main proceeding is attached.

X

(Signature of Foreign Representative)

(Printed Name of Foreign Representative)

Date

Signature of Non-Attorney Bankruptcy Petition Preparer

I declare under penalty of perjury that: (1) I am a bankruptcy petition preparer as defined in 11 U.S.C. § 110; (2) I prepared this document for compensation and have provided the debtor with a copy of this document and the notices and information required under 11 U.S.C. §§ 110(b), 110(h), and 342(b); and, (3) if rules or guidelines have been promulgated pursuant to 11 U.S.C. § 110(h) setting a maximum fee for services chargeable by bankruptcy petition preparers, I have given the debtor notice of the maximum amount before preparing any document for filing for a debtor or accepting any fee from the debtor, as required in that section. Official Form 19 is attached.

Printed Name and title, if any, of Bankruptcy Petition Preparer

Social-Security number (If the bankruptcy petition preparer is not an individual, state the Social-Security number of the officer, principal, responsible person or partner of the bankruptcy petition preparer.) (Required by 11 U.S.C. § 110.)

Address

X

Date

Signature of bankruptcy petition preparer or officer, principal, responsible person, or partner whose Social-Security number is provided above.

Names and Social-Security numbers of all other individuals who prepared or assisted in preparing this document unless the bankruptcy petition preparer is not an individual.

If more than one person prepared this document, attach additional sheets conforming to the appropriate official form for each person.

A bankruptcy petition preparer's failure to comply with the provisions of title 11 and the Federal Rules of Bankruptcy Procedure may result in fines or imprisonment or both. 11 U.S.C. § 110; 18 U.S.C. § 156.

Note Regarding Petition and Exhibits Thereto:

785 Partners LLC reserves all rights under the Bankruptcy Code, the Federal Rules of Bankruptcy Procedure and the applicable local rules to amend its respective Voluntary Petition and any related lists, exhibits, schedules or statements at any time during these chapter 11 cases as each may deem necessary or appropriate.

CERTIFICATE OF RESOLUTIONS

WRITTEN CONSENT
OF THE
MEMBER OF
785 PARTNERS LLC

August 3, 2011

The undersigned, being the authorized representative of 8 Avenue & 48th Street Development LLC, a member (the “Member”) of, 785 Partners LLC (the “Company”), hereby consents to the adoption of the following resolutions:

RESOLVED, that in the judgment of the Member, the Company has determined it is in the best interests of the Company, its creditors, employees and other interested parties, that the Company file a petition for relief under the provisions of Chapter 11, Title 11, United States Code (the “Bankruptcy Code”) for the purpose of reorganizing the Company’s financial affairs.

RESOLVED, that the Authorized Representative (defined below) be, and hereby is, authorized and directed on behalf of the Company to (i) execute and verify a petition to commence a proceeding under Chapter 11 of Title 11 of the United States Code, and (ii) cause the same to be filed in any district at such time and venue as the officer executing said petition on behalf of this Company shall determine.

RESOLVED, that the Authorized Representative, be, and hereby is, authorized, directed and empowered to retain, under a general retainer, in the name of the Company (i) the law firm of Kasowitz, Benson, Torres & Friedman LLP as bankruptcy counsel and general counsel to render legal services to and represent the Company in connection with the chapter 11 case of the Company and other related matters in connection therewith upon such terms and conditions as the Authorized Representative shall determine.

RESOLVED, that the Authorized Representative be, and hereby is, authorized and directed on behalf of the Company to execute, verify and file or cause to be filed all petitions, schedules, motions, lists, applications, pleadings and other papers and, in connection therewith, to employ and retain all assistance by legal counsel, accountants or other professionals and to take any and all action which they deem necessary or proper in connection with any proceeding under the Bankruptcy Code, with a view to the successful prosecution thereof.

RESOLVED, that the Authorized Representative be, and hereby is, authorized and directed on behalf of the Company to take any and all such further actions and to execute and deliver any and all such further instruments and documents and to pay all such expenses, as in his judgment shall be necessary or desirable to full carry out the intent and accomplish the purposes of the resolutions adopted herein.

RESOLVED, that all acts lawfully done or actions taken by any representative of the Company in connection with the reorganization of the Company or any matter thereto, or by virtue of these resolutions are hereby in all respects ratified, confirmed and approved.

RESOLVED, the following named representative of the Company (the “Authorized Representative”), is hereby authorized and directed, for and in the name of the Company, on such terms and conditions as the Authorized Representative may agree upon, to take any and all action, and to execute and deliver any and all documents necessary and proper to carry out the purpose and intent of these resolutions, including, without limitation, the execution of all documents herein referred to and execution of such other and further documents, applications and forms as shall be necessary and appropriate:

<u>Name</u>	<u>Title</u>
Kevin O’Sullivan	Authorized Representative

[remainder of page intentionally left blank]

IN WITNESS WHEREOF, the undersigned has duly executed this Written Consent this
3rd day of August 2011.

8 AVENUE & 48th STREET DEVELOPMENT LLC
By its authorized representative Kevin O'Sullivan


Kevin O'Sullivan

Kevin O'Sullivan

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re

785 PARTNERS LLC,

Debtor.

Chapter 11

Case No. 11-13702 (SMB)

**LIST OF CREDITORS HOLDING
4 LARGEST UNSECURED CLAIMS**

Following is the list of 785 Partners LLC's creditors holding the 4 largest unsecured claims.

The list has been prepared in accordance with Fed. R. Bankr. P. 1007(d) for filing in this chapter 11 case. The list does not include (1) persons who come within the definition of "insider" set forth in 11 U.S.C. § 101(31), or (2) secured creditors unless the value of the collateral is such that the unsecured deficiency places the creditor among the holders of the twenty largest unsecured claims.

(1) <i>Name of creditor and complete mailing address, including zip code</i>	(2) <i>Name, telephone number and complete mailing address, including zip code, of employee, agent or department of creditor familiar with claim who may be contacted</i>	(3) <i>Nature of claim (trade debt, bank loan, government contract, etc.)</i>	(4) <i>Indicate if claim is contingent, unliquidated, disputed or subject to setoff</i>	(5) <i>Amount of claim (if secured also state value of security) (in thousands)</i>
Time Square Construction, Inc. 355 Lexington Avenue, 17 th Floor New York, NY 10017	Sylvester Stewart, CPA Phone: (212) 687-1400 Fax: (212)-687-1415 Email: sstewart@timesquareconstruction.com	Trade debt		\$14,229,106.00
G Stramindinoli s.r.l. a socio unico Via Massimo d'Antona 16 10040 Rivalta (TO) Italy	Gianni Stramindinoli, Amministratore unico Phone: 39 011 9063904 Fax: 39 011 9040738 Email: Gianni@stramindinoli.com	Trade debt		\$35,000.00
Tractel 1615 Warden Avenue Scarborough, ON Canada, M1R 2T3	Jerome de Moullias, Vice President of Finance Phone: (416) 298-8822, ext. 252 Fax: (416) 298-1053 Email: sales.swingstage@tractel.com	Trade debt		\$20,000.00
Peckar & Abramson, P.C. 70 Grand Avenue River Edge, NJ 07661	Howard M. Rosen, Partner Phone: (212) 382-0909 Fax: (212) 283-3456 Email: hrosen@pecklaw.com	Trade debt		

DECLARATION UNDER PENALTY OF PERJURY:

I, the undersigned authorized representative of the member of 785 Partners LLC, named as the Debtor in this case (the “Debtor”), declare under penalty of perjury that I have read the foregoing and it is true and correct to the best of my knowledge, information and belief.

Dated: August 3, 2011



Signature

Kevin O'Sullivan

Name

Authorized Representative of the Member
Title

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re

785 PARTNERS LLC,

Debtor.

Chapter 11

Case No. 11-13702 (SMB)

LIST OF CREDITORS¹

Following is the list of creditors of 785 Partners LLC (the “Debtor”).

The list of creditors contains only those creditors whose names and addresses were maintained in the Debtor’s consolidated database or were otherwise ascertainable by the Debtor prior to the commencement of these cases. The schedules of liabilities to be filed subsequently should be consulted for a list of the Debtor’s creditors that is comprehensive and current as of the date of the commencement of these cases.

(1) <i>Name of creditor and complete mailing address, including zip code</i>	(2) <i>Name, telephone number and complete mailing address, including zip code, of employee, agent or department of creditor familiar with claim who may be contacted</i>	(3) <i>Nature of claim (trade debt, bank loan, government contract, etc.)</i>	(4) <i>Indicate if claim is contingent, unliquidated, disputed or subject to setoff</i>	(5) <i>Amount of claim (if secured also state value of security) (in thousands)</i>
PB Capital Corporation 230 Park Avenue, 19th Floor New York, NY 10169	Olivia A. Lam, Senior Director Phone: (212) 756-5617 Fax: (212) 756-5536 Email: olam@pb-us.com			\$84,212,506.00, plus interest
TD Bank 45 Melville Park Rd. Melville, NY 11747	Brian J. Terry, Vice President Phone: (631) 962-2539 Fax: (962-1265 Email: brian.terry@yesbank.com	Bank loan	Disputed	
Time Square Construction, Inc. 355 Lexington Avenue, 17 th Floor New York, NY 10017	Sylvester Stewart, CPA Phone: (212) 687-1400 Fax: (212)-687-1415 Email: ssstewart@timesquareconstruction.com	Trade debt		\$14,229,106.00

¹ The information herein shall not constitute an admission of any kind by, nor is it binding on, the Debtor. The Debtor reserves all rights to assert that any debt or claim listed herein as liquidated or fixed is in fact a disputed claim or debt. The Debtor also reserves all rights to challenge the priority, nature, amount or status of any claim or debt. All claims are subject to offsets, rebates, discount, reconciliation, credits, and adjustments, which are not reflected on this schedule.

(1)	(2)	(3)	(4)	(5)
<i>Name of creditor and complete mailing address, including zip code</i>	<i>Name, telephone number and complete mailing address, including zip code, of employee, agent or department of creditor familiar with claim who may be contacted</i>	<i>Nature of claim (trade debt, bank loan, government contract, etc.)</i>	<i>Indicate if claim is contingent, unliquidated, disputed or subject to setoff</i>	<i>Amount of claim (if secured also state value of security) (in thousands)</i>
G Stramindinoli s.r.l. a socio unico Via Massimo d'Antona 16 10040 Rivalta (TO) Italy	Gianni Stramindinoli, Amministratore unico Phone: 39 011 9063904 Fax: 39 011 9040738 Email: Gianni@stramindinoli.com	Trade debt		\$35,000.00
Tractel 1615 Warden Avenue Scarborough, ON Canada, M1R 2T3	Jerome de Moullias, Vice President of Finance Phone: (416) 298-8822, ext. 252 Fax: (416) 298-1053 Email: sales.swingstage@tractel.com	Trade debt		\$20,000.00
Peckar & Abramson, P.C. 70 Grand Avenue River Edge, NJ 07661	Howard M. Rosen, Partner Phone: (212) 382-0909 Fax: (212) 283-3456 Email: hrosen@pecklaw.com	Trade debt		

DECLARATION UNDER PENALTY OF PERJURY:

I, the undersigned authorized representative of the member of 785 Partners LLC, named as the Debtor in this case (the “Debtor”), declare under penalty of perjury that I have read the foregoing and it is true and correct to the best of my knowledge, information and belief.

Dated: August 3, 2011



Signature

Kevin O'Sullivan
Name

Authorized Representative of the Member
Title

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re

785 PARTNERS LLC,

Debtor.

Chapter 11

Case No. 11-13702 (SMB)

**LIST OF EQUITY SECURITY HOLDERS
OF 785 PARTNERS LLC**

The list of equity security holders attached hereto as Exhibit A constitutes a full and complete list of the equity security holders of each class for the debtor 785 Partners LLC (the “Debtor”).¹ This list is being filed pursuant to 11 U.S.C. § 521 and Rules 1007 and 1008 of the Federal Rules of Bankruptcy Procedure and includes the number and kind of interests registered in the name of each holder and the last known address or place of business of each holder. The Debtor reserves the right to file an amended or supplemental list of equity security holders. This list is based upon the records of the Debtor and is accurate to the best of the undersigned's knowledge, information and belief, subject to further review.

¹ Nothing herein shall constitute an admission of liability of the Debtor.

DECLARATION UNDER PENALTY OF PERJURY:

I, the undersigned authorized representative of the member of 785 Partners LLC, named as the Debtor in this case (the “Debtor”), declare under penalty of perjury that I have read the foregoing and it is true and correct to the best of my knowledge, information and belief.

Dated: August 3, 2011



Signature

Kevin O'Sullivan

Name

Authorized Representative of the Member

Title

Exhibit A

**LIST OF EQUITY SECURITY HOLDERS
OF 785 PARTNERS LLC**

Name/Address	Member Interest
Esplanade 8th Avenue LLC c/o Esplanade Capital LLC 350 Fifth Ave., 59 th Floor New York, NY 10118	49.5%
Esplanade Tower Corp. c/o Esplanade Capital LLC 350 Fifth Ave., 59 th Floor New York, NY 10118	0.5%
8 Avenue & 48 th Street Development LLC 48-06 39 Avenue, 2 nd Floor Sunnyside, NY 11104	50.0%

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re

785 PARTNERS LLC,

Debtor.

Chapter 11

Case No. 11-13702 (SMB)

CORPORATE OWNERSHIP STATEMENT

Pursuant to Rules 1007(a) and 7007.1 of the Federal Rules of Bankruptcy Procedure and Rule 1007-3 of the Local Bankruptcy Rules for the Southern District of New York and to enable the Judges to evaluate possible disqualifications or recusals, on behalf of 785 Partners LLC (the “Debtor”), the undersigned authorized officer certifies the following:

A. Ownership of the Debtors’ Equity Interests

I. The following entities own 10% or more of the equity interests of 785 Partners LLC:

1. Esplanade 8th Avenue LLC owns 49.5% of the equity interests of 785 Partners LLC.
2. 8 Avenue & 48th Street Development LLC owns 50.0% of the equity interests of 785 Partners LLC.

DECLARATION UNDER PENALTY OF PERJURY:

I, the undersigned authorized representative of the member of 785 Partners LLC, named as the Debtor in this case (the “Debtor”), declare under penalty of perjury that I have read the foregoing and it is true and correct to the best of my knowledge, information and belief.

Dated: August 3, 2011



Signature

Kevin O'Sullivan
Name

Authorized Representative of the Member
Title